

Fill in this information to identify the case:

United States Bankruptcy Court for the:

_____ District of Delaware
(State)Case number (if known): _____ Chapter 11☐ Check if this is an amended filing**Official Form 201****Voluntary Petition for Non-Individuals Filing for Bankruptcy**

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's nameYep Commerce, Inc.**2. All other names debtor used in the last 8 years**Genesis Express Transport Inc.

Include any assumed names, trade names, and *doing business* as names

3. Debtor's federal Employer Identification Number (EIN)8 8 - 4 0 2 1 9 6 2**4. Debtor's address****Principal place of business**4600 Florin Perkins Road, Unit 200
Number StreetSacramento CA 95828
City State ZIP CodeSacramento County
County**Mailing address, if different from principal place of business**_____
Number Street_____
P.O. Box_____
City State ZIP Code**Location of principal assets, if different from principal place of business**_____
Number Street_____
City State ZIP Code**5. Debtor's website (URL)**yepcommerce.com

Debtor Yep Commerce, Inc.
Name

Case number (if known) _____

6. Type of debtor

- ☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- ☐ Partnership (excluding LLP)
- ☐ Other. Specify: _____

7. Describe debtor's business*A. Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

*C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.*4 8 4 1**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

Check one:

- ☐ Chapter 7
- ☐ Chapter 9
- ☒ Chapter 11. *Check all that apply:*

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☒ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

Debtor Yep Commerce, Inc.
Name

Case number (if known) _____

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?☒ No☐ Yes. District _____ When _____ Case number _____
MM / DD / YYYY

If more than 2 cases, attach a separate list.

District _____ When _____ Case number _____
MM / DD / YYYY**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**☒ No☐ Yes. Debtor _____ Relationship _____District _____ When _____
MM / DD / YYYY

List all cases. If more than 1, attach a separate list.

Case number, if known _____

11. Why is the case filed in this district?

Check all that apply:

☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention?** (Check all that apply.)☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).☐ Other _____**Where is the property?**

Number _____ Street _____

City _____ State ZIP Code _____

Is the property insured?☐ No☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

Debtor Yep Commerce, Inc.
Name

Case number (if known) _____

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated assets

- | | | |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000 | <input checked="" type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities

- | | | |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000 | <input checked="" type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 11/06/2023
MM / DD / YYYY

X/s/ Airende Ojeomogha

Signature of authorized representative of debtor

Airende Ojeomogha

Printed name

Title Chief Executive Officer

Debtor Yep Commerce, Inc.
Name

Case number (if known) _____

18. Signature of attorney**X**/s/ Jason S. LevinDate 11/06/2023

Signature of attorney for debtor

MM / DD / YYYY

Jason S. Levin

Printed name

Morris James LLP

Firm name

500 Delaware Avenue, Suite 1500

Number Street

Wilmington

City

DE

State

19803

ZIP Code

(302) 888-6800

Contact phone

jlevin@morrisjames.com

Email address

6434

Bar number

DE

State

**WRITTEN CONSENT IN LIEU OF MEETING
OF THE BOARD OF DIRECTORS OF YEP COMMERCE, INC.**

November 6, 2023

The undersigned, being the directors of Yep Commerce, Inc., a Delaware corporation (the “**Company**”), being duly authorized by the shareholders of the Company, do hereby consent to, adopt, authorize, and approve the following resolutions without the formality of convening a meeting, for and as the action of the Company, as of the date hereof:

AUTHORIZATION TO FILE CHAPTER 11 BANKRUPTCY

WHEREAS, the officers and directors of the Company have considered the financial and operational conditions of the Company; and

WHEREAS, the officers and directors of the Company have reviewed, considered, and received the recommendation and the advice of the professionals and advisors with respect to the options available to the Company, including the possibility of pursuing a reorganization under chapter 11 of the United States Code, including Subchapter V thereto;

NOW, THEREFORE, IT IS RESOLVED, that the Company is authorized to file a chapter 11 reorganization bankruptcy in the United States Bankruptcy Court for the District of Delaware; and it is

FURTHER RESOLVED, that Airende Ojeomogha and Garry Ottosen (the “**Authorized Persons**”) are hereby authorized, without further act or resolution of the undersigned, to execute any and all documentation necessary to effectuate the immediate filing of said bankruptcy, as well as other documents permitted or required to be filed in the court for the bankruptcy proceeding following the filing of said bankruptcy; and it is

FURTHER RESOLVED, that the Authorized Persons are hereby authorized, without further act or resolution of the undersigned, to employ, retain, and/or hire any professionals and/or consultants as deemed necessary to assist the Company during the bankruptcy; and it is

FURTHER RESOLVED, that the Authorized Persons hereby are authorized, directed, and empowered for and in the name and on behalf of the Company to amend, supplement, or otherwise modify from time to time the terms of any documents, certificates, instruments, agreements, or other writings referred to in the foregoing resolutions; and it is

FURTHER RESOLVED, that the Authorized Persons hereby are authorized, directed, and empowered, in the name and on behalf of the Company to take or cause to be taken any and all such further action and to execute and deliver or cause to be executed or delivered, and when necessary or appropriate, file or cause to be filed with the appropriate governmental authorities or otherwise, all such further agreements, documents, reports, certificates, and undertakings and any amendments, supplements, or modifications thereto; and to incur and to pay all such fees and expenses and to engage such persons as in his judgment shall be necessary, appropriate, or advisable to effectuate the purpose and intent of any and all of the foregoing resolutions; and it is

FURTHER RESOLVED, that this action may be executed by facsimile or electronic means, and a facsimile or electronic signature will constitute an original signature.

DATE: November 6, 2023

/s/ Airende Ojeomogha
Airende Ojeomogha
Chief Executive Officer, Director
Yep Commerce, Inc.

/s/ Garry Ottosen
Garry Ottosen
Chief Operating Officer, Director
Yep Commerce, Inc.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re

Yep Commerce, Inc.

Debtor¹

Chapter 11

Case No. 23-____ (____)

LIST OF EQUITY SECURITY HOLDERS

The above-captioned debtor and debtor in possession (the “**Debtor**”) provides this list of equity security holders pursuant to rule 1007(a) of the Federal Rules of Bankruptcy Procedure.

Holder of Equity Securities	Nature of Interest Held	Percentage Held
Gary Ottosen	Common Stock	40%
Airende Ojeomogha	Common Stock	60%

¹ The Debtor’s last four digits of its federal EIN is (1962). The Debtor’s mailing address is 4600 Florin Perkins Road, Unit 200 Sacramento, CA 95828.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re

Yep Commerce, Inc.

Debtor¹

Chapter 11

Case No. 23-____ (____)

CORPORATE OWNERSHIP STATEMENT

The above-captioned debtor and debtor in possession (the “**Debtor**”) makes this statement under rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”). The Debtor certifies that there are no entities to report under Bankruptcy Rule 7007.1.

¹ The Debtor’s last four digits of its federal EIN is (1962). The Debtor’s mailing address is 4600 Florin Perkins Road, Unit 200 Sacramento, CA 95828.